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UNITED STATES DISTRICT COURT
WESTERN DISTRICT OF NEW YORK

FIRST DERIVATIVE TRADERS L.P., BOB PALMER
and GLORIA JAMES-KING,

Plaintiffs,

vs.

BAUSCH & LOMB, INC., RONALD L. ZARRELLA,
ALAN M. BENNETT, CATHERINE M. BURZIK,
DOMENICO DE SOLE, PAUL A. FRIEDMAN,
JONATHAN S. LINEN, RUTH R. MCMULLIN, LINDA
JOHNSON RICE, WILLIAM H. WALTRIP, BARRY W.
WILSON, KENNETH L. WOLFE,

Defendants.

**STIPULATION AND
ORDER OF
DISMISSAL WITH
PREJUDICE**

**Civil Action No.
07-CV-06412T**

WHEREAS, the parties to the above-captioned action (the “Action”) reached an agreement providing for the resolution of this litigation as part of a global settlement of a class action entitled *In re Bausch & Lomb Inc. Buyout Litigation*, Index No. 07/6384, in New York Supreme Court, Monroe County (the “State Court Action”), pursuant to an Order and Final Judgment entered in the State Court Action on or about February 8, 2008; and

WHEREAS, the parties have agreed to dismissal of this Action with prejudice as a condition of the settlement of the State Court Action;

NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED, by and between the undersigned counsel for the parties to this Action, as follows:

1. This Action shall be dismissed with prejudice in accordance with the Stipulation and the Order and Final Judgment entered in the State Court Action.

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Dated: February 15, 2008

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Dated: February 15, 2008

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SO ORDERED:

S/ MICHAEL A. TELESKA
Hon. Michael A. Telesca, U.S.D..J.

Dated: February 21, 2008